

**THE REGULAR MEETING
OF THE MAYOR AND CITY COUNCIL OF BENSON, ARIZONA
HELD MAY 23, 2011 AT 7:00 P.M.
AT CITY HALL, 120 W. 6TH STREET, BENSON, ARIZONA**

CALL TO ORDER:

Mayor Fenn called the meeting to order at 7:00 p.m. with the pledge of allegiance. Mayor Fenn then introduced Pastor A.B. Blair of the First Baptist Church who gave the invocation.

ROLL CALL:

Present were: Mayor Mark M. Fenn, Vice Mayor John Lodzinski, Councilmembers Jo Deen Boncquet, David Lambert, Nick Maldonado, Lori McGoffin and Al Sacco.

EMPLOYEE RECOGNITION: None.

PROCLAMATION: None.

PUBLIC HEARING:

Mayor Fenn opened the public hearing at 7:05 p.m. to receive comments from the public regarding a proposed rezoning. The proposed rezoning affects all or part of sections 3, 9, 10, 15 and 16 in Township 18S, Range 20E of the Gila and Salt River Meridian, Parcels 124-40-023 and 124-40-024. The proposed rezoning would change the land use from R-1 and R-3 Residential to I-1 Light Industrial.

Kali Holtschlag of the Community Watershed Alliance addressed Council concerning the proposed rezoning. Ms. Holtschlag's comments are incorporated into the minutes.

Doug Koeppel addressed Council concerning the proposed rezoning. Mr. Koeppel's comments are incorporated into the minutes.

Shryl Miles addressed Council concerning the proposed rezoning. Ms. Miles' comments are incorporated into the minutes.

Susan Moran addressed Council concerning the proposed rezoning. Ms. Moran's comments are incorporated into the minutes.

Anna Lands addressed Council concerning the proposed rezoning. Ms. Lands' comments are incorporated into the minutes.

Will Jakobek addressed Council concerning the proposed rezoning, stating the San Pedro River nourishes the crops in St. David as well as serving Benson, is a resource we share and that it is important to keep the sharing factor in mind, since we are all in this together. Mr. Jakobek then stated everyone is talking about the proposed solar project, but he is a bit confused because if the property is rezoned, it may not just be a solar project or just a data center since the property owner is not required to follow plans presented to the Council. Mr. Jakobek then stated the zoning map is an agreement the Council has with each and every one of their neighbors, adding people bought homes and they sold property and they built their dreams according to the zoning map because they think and expect it's going to count for something and they think the map is only be changed if something really crucial comes along. Mr. Jakobek then stated whenever the zoning map is changed and property is given a higher valuation, the Council is printing money and with that, they are giving it to the developer who got the favorable increase in the property value and in many cases, may very well have taken money out of the pockets of their neighbors and the people who thought the map meant something with the zoning basically fixed. Mr. Jakobek then stated to bring a solar project to Benson, the property owner could have applied for a variance which requires the applicant to come up with a plan and a developer and there is a clear understanding what type of facility or project is going in,

but right now, we're not talking about anything more than a rezoning of a large amount of acreage that not everyone is going to benefit from, the property owner is not required to do anything and Council is going to give him a zoning change to increase his property value. Mr. Jakobek then asked if that would benefit Benson, adding the solar project may bring jobs for the first few hours or months, while they build it, but that goes away and what's left is a few relatively menial lower paying maintenance jobs and using precious water to clean off solar panels, which is not going to really increase the City's tax base or add to the well-being of the citizens of Benson. Mr. Jakobek then stated the Council needs to find something that's really going to increase jobs and have a lot more benefit than what they are trading off by approving the rezoning request. Mr. Jakobek then stated he had stopped by the employment center to ask if there were any solar technicians in Benson and since they didn't know of any, he felt even the solar technician jobs which are going to be higher paying are going to come from outside the community the same way the developers do. Mr. Jakobek then stated the Council needs to start looking toward Benson's interest and if Benson is going to give away something, see that Benson gets something in return. Mr. Jakobek then thanked the Council for their time.

Nancy Hanson addressed Council concerning the proposed rezoning stating she was wondering if the solar project would be self-supporting or if any Federal funds would be needed and solicited to make the project viable and if so, had they been applied for, at what percentage rate and who is going to pay for the balance of the project. Ms. Hanson then asked if this was going to be something, in time, the Council would ask them to pay more taxes to help support. Ms. Hanson then asked what the cost of generating a watt of electricity was from the project and if Council had any answers to any of these questions, adding the question of whether there would be a water retention pond to recycle or if the water was just going to be allowed to runoff wherever it flows. Ms. Hanson then stated she has been involved with water issues in the past and thinks the solar project needs to be looked at.

David DiPeso addressed Council concerning the proposed rezoning stating for years, we have been trying to get some kind of development into Benson and people have asked why we don't bring something "green" into town, adding here's something knocking on our door and we need to take advantage of it. Mr. DiPeso then stated all of the concerns he has heard, such as water, runoff, dust and light pollution are all issues that can be taken care of in the development process. Mr. DiPeso then stated the benefits of the project far outweigh any negatives, as far as he can see and the Council needs to do what's good for Benson and the economic development of the area. Mr. DiPeso then stated he understands people that are living close to the project will have a problem, but there is no place to put it that someone close to it is not going to have a problem with it. Mr. DiPeso then stated it was the Council's decision to make the right choice and he wanted it known he was in favor of the rezoning request.

Nancy Iverson addressed Council concerning the proposed rezoning stating she is in favor of both the rezoning and the solar farm, adding Benson is a natural spot in our area for this endeavor. Ms. Iverson then stated we need to understand it will bring more business to our area and we all know we need more businesses. Ms. Iverson then stated whenever a new idea comes into the town of Benson, it is said by someone, "Not in my backyard," adding she has been affiliated with many organizations and knows this is true and it has resulted in Benson not keeping up with the rest of the country. Ms. Iverson then stated it's about time for a project like this and there are highs and lows to all new adventures and if people could only be positive for new businesses instead of always saying, "Not in my backyard," Benson would be bigger and better. Ms. Iverson stated she understands the lighting concerns because she had a light that was a night light for her business parking area and she was contacted by an astronomer to tell her to remove it. Ms. Iverson then stated many people who are negative do not live in Benson, but classify it as their town, but many people who own business in Benson know that we need more businesses. Ms. Iverson then thanked the Council for their time.

James Mellentine addressed Council concerning the proposed rezoning stating if the project doesn't succeed or go forward, the Council can always reverse the rezoning back to R-1 Residential. Mr. Mellentine then stated we need the jobs in Arizona; we need to think "green" and we need to increase our electricity capacity, since Benson will continue to grow along with Cochise County and Arizona. Mr. Mellentine then stated this is a good chance to take a step forward and asked the Council to please approve

the zoning change, again adding, they can always go back to R-1 Residential if the project fails. Mr. Mellentine then thanked the Council for their time.

David Bryan addressed Council concerning the proposed rezoning stating he is in favor of both the rezoning and the project. Mr. Bryan then stated he would like to remind Council about a year ago, a data center surprised us by inquiring about locating here and we all scrambled to try and do something to accommodate them. Mr. Bryan then stated while we were not successful, we now have a chance to plan this out and work out all the details needed and start attracting businesses to this area. Mr. Bryan then stated he would also like to have some businesses so when his daughter graduates from high school and completes college; she has a place in Benson to come back to. Mr. Bryan then asked the Council to vote in favor of the rezoning request and thanked Council for their time.

Don Buchanan addressed Council concerning the proposed rezoning stating he didn't want to offend anyone, but in the last couple of weeks, a lot of information has come out and he kind of changed his position on the proposal, adding he was amazed at the good presentations from the people in St. David. Mr. Buchanan then stated he could find very few negatives for the town of Benson, since the project would bring jobs, local construction firms would prosper and there should be some longer term improvement of the tax base. Mr. Buchanan then stated pretty much all of the potential negatives could be controlled and fixed if the Council and their staff wished to do so. Mr. Buchanan then stated as he understood the process, the General Development Plan was already changed, indicating a pretty strong feeling on someone's part that the City should have Light Industrial somewhere in the area. Mr. Buchanan then stated one thing in the application he hasn't heard discussed is the gas peaker, adding from what he found on the internet, it tells him there is going to be a gas fired turbine generating station also and is curious why this hasn't been discussed anywhere. Mr. Buchanan then stated he was speaking against the rezoning, but it was a very mild speaking against it, adding solar is "green" and if it's done properly, it can be a good thing. Mr. Buchanan then stated he hoped Council would take their time to carefully consider the request. Mr. Buchanan then stated in the Sierra Vista paper, it was noted the Community Watershed Alliance (CWA) had printed misinformation, which meant to him an intentional deception and he knows Mary McCool of the CWA would never intentionally deceive anyone and he hoped someone would apologize publicly to her for calling what she wrote misinformation, because it was a bad choice of words. Mr. Buchanan then stated he can see mostly positives for Benson, some potential negatives for people who are not Benson citizens and he hopes Benson would continue to be a good neighbor to those who live in the country around Benson, then thanked the Council for their time.

Allan Mattson addressed Council concerning proposed rezoning stating he would keep his comments brief since a lot of his concerns had already been mentioned. Mr. Mattson then stated he would like to put a little different spin on the "Not in my backyard" situation, adding his property immediately adjoins part of the parcel to the east and he is one of the first people that is going to be downhill of any water runoff created by this project if it comes to fruition. Mr. Mattson stated he, like his neighbors, had already had to mitigate water runoff that is natural and he cannot afford to go into any more detail as far as trying to protect what is his from something that isn't his, but affects him. Mr. Mattson then stated he had attended all the public meetings on this proposed project and had sent Council a letter because he wanted to show his concern and interest in what is going on here. Mr. Mattson then stated he had mentioned in his letter he wasn't against solar, but was against it being placed in what is currently a residential area and will continue to be surrounded by a residential area, adding he thinks it's both an inappropriate use of the parcel and inappropriate to rezone something in the middle of residential areas and then everyone around it has to live with those decisions. Mr. Mattson then thanked the Council for their time.

George Scott addressed Council concerning the proposed rezoning stating he had been a life long resident of Benson and as Ms. Iverson said, we have always been looking for ways to bring new business into Benson. Mr. Scott then stated this is an opportunity to rezone this property creating a new opportunity to bring new businesses to the community that will actually be something acceptable and he can't understand why someone would not want a green renewable energy project in Benson. Mr. Scott then stated this request could generate more businesses coming to Benson, for example, the solar project might possibly bring in the data center and the data center might bring in support businesses, all of which would benefit the City of Benson. Mr. Scott then stated we need to look at other alternatives for energy and the solar

project would make us less dependent on coal fired plants. Mr. Scott then stated more projects will follow this project if Mr. Graves and his group are successful in bringing it into Benson. Mr. Scott then stated Benson will kind of become the model for renewable energy projects, since he knows the U of A Tech Park is watching how the City of Benson is going to react and what's going to happen, adding the U of A Tech Park just opened the first phase of their renewable energy program and they are looking for other partners. Mr. Scott then stated the issues everyone spoke about, such as dust, water and others are all addressed in the permitting process and the development process, that Mr. Graves' item tonight before Council is just a rezoning so he can approach the potential investors for the proposed project and again stated it is in the permitting process and the development process where all the expressed issues are addressed. Mr. Scott then stated after having been where the Council is sitting, he knows all the problems that come with development and Mr. Graves is not going to get off the hook by just scraping the ground off at his property; it doesn't happen that way, and he thinks the Council all knows that. Mr. Scott then stated he wanted to be on record to let them know the SouthEastern Arizona Economic Development Group supports the proposed project, it's good for Benson and he hopes Mr. Graves is successful in bringing it to Benson. Mr. Scott then thanked the Council for their time.

Jeff Cook addressed Council concerning the proposed rezoning stating he was originally one of the main skeptics and doubters about the project and had wondered what would happen if the rezoning was approved and the solar project didn't come in and what we may have to live with if a subsequent land owner held the property with an Industrial zoning designation. Mr. Cook then stated if you don't know what the Industrial zoning designations are, fears go wild with "What ifs," adding he had talked with the Planning & Zoning office and obtained copies of what both Industrial 1 and Industrial 2 zonings are. Mr. Cook then gave some examples of Industrial 1 which are junk yards, meat packing plants, petroleum refining and others, adding these are horrifying and he doesn't think they would be good for Benson. Mr. Cook then stated he luckily, got help from the Planning & Zoning staff who showed him what Industrial 1 zoning permits, adding it's all very innocuous, such as the assembly of apparel, the assembly of furniture, movie theatres, amusements parks and others that he thinks would be good for Benson. Mr. Cook then stated he had been to all of the public meetings for the proposed project and had seen many questions asked about "what ifs," and heard answers that avoided the questions. Mr. Cook then stated to answer that the issues and concerns will be dealt with in the permitting process is acceptable if people know the permitting process, but if you are part of the general public and don't know what the permitting process is, then that answer just fans the flames of your fears. Mr. Cook then asked the Council, when they addressed this item on the agenda, to request from Staff what will happen with water runoff and to address so many of the other concerns that our citizens in the community have, whether they live inside the City or just outside the City, but are still affected by it. Mr. Cook then stated he had talked to a lot of people and one of the first ones that had him thinking in a different way was a local banker, who told him she knew Ernie Graves and all the dealings he's had in the City over the last 15 to 20 years. The banker told Mr. Cook in all the dealings she had with Mr. Graves, he has always done what he says he's going to do. Mr. Cook then stated he has known the banker for 50 years and after speaking with her, he no longer has any fear with what Mr. Graves is suggesting. Mr. Cook then stated he had talked to several other people; one person was a high official with Sulphur Springs Valley Electric Cooperative who cleared up Mr. Cook's misconceptions about the power line that runs across the property, which is available and would take care of the power that is brought off a solar field. Mr. Cook then stated as they discussed who the larger power users were, such as Cochise County, the area toward Sonoita, cities, schools, detention centers, the local mine, Euro Fresh and Apache Nitrogen Products, he realized we don't have employment opportunities here for people to come to Benson or for our children or for the people who are currently living in Benson who are unemployed. Mr. Cook then spoke of the problems Benson faces with unemployment and homelessness, stating he knows four adults in their 30s and 40s who live with parents, grandparents, families or as caregivers to the elderly to make ends meet and knows of two houses that don't have running water cause they occupants can't afford it. Mr. Cook then stated he knows this is not allowed by the City Code and regulations, but the wrong response is to enforce the code and make two more people homeless people. Mr. Cook then stated we need to find a solution for them in a different way. Mr. Cook then stated he could easily find 20 people on food stamps he also qualifies for food stamps, adding when people talk about jobs, they often do it in an idealistic or abstract way, but he wanted to make sure the Council was aware how bad things are, because when a man doesn't have a job, he's basically not a man and if anyone has ever been without a job, they know exactly what that means. Mr. Cook then stated when there is unemployment; there is also domestic disturbances and

depression. Mayor Fenn then addressed Mr. Cook stating he understood Mr. Cook was making a point regarding homelessness and unemployment, but asked him to focus on the impact or what Mr. Cook felt the rezoning would have with those issues. Mr. Cook then stated all of these problems come from not having a job and he'll leave it at that, then added he would rather see the property use under Industrial 1 zoning provide us jobs rather than a solar field or farm that only provided increased tax revenues for the City at minimal cost and involvement. Mr. Cook then stated companies look for land with existing Industrial 1 zoning to put their businesses on, and we want to have existing Industrial 1 in order to be able to have something to offer them, but he suggested the City not have Industrial 2 zoning. Mr. Cook then stated the entire community would benefit from more jobs and he thinks Council has an idea of how bad the poverty is on the north side of the tracks, adding it would be very helpful if we had this Industrial 1 zoning, asking Council to vote in favor of the rezoning request and to address all the concerns expressed by others when the time comes. Mr. Cook then thanked the Council for their time.

Mayor Fenn then thanked those who prepared and presented comments to the Council and closed the public hearing at 8:02 p.m.

CALL TO THE PUBLIC:

Kali Holtschlag and George Scott declined to speak.

CITY MANAGER REPORT:

City Manager Glenn Nichols then addressed Council, giving the dates of upcoming meetings and events.

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| June 6, 2011 | – City Council Special Meeting, 7:00 p.m., City Hall |
| June 7, 2011 | – Planning & Zoning Meeting, 7:00 p.m., City Hall |
| June 8, 2011 | – Citizen Review Session – Medical Marijuana, 7:00 p.m., City Hall |
| June 9, 2011 | – Citizen Review Session – Medical Marijuana, 7:00 p.m., City Hall |
| June 13, 2011 | – City Council Meeting, 7:00 p.m., City Hall |
| June 14, 2011 | – Library Advisory Board, 4:00 p.m., Library |
| June 18, 2011 | – Historic Preservation Commission, 9:00 a.m., City Hall |
| June 22, 2011 | – Business Community Forum, 11:00 a.m.-1:00 p.m., City Hall
Business Community Forum, 5:00 p.m.-7:00 p.m., City Hall |
| June 23, 2011 | – City Council Public Hearings – Property Tax Levy & Budget, 7:00 p.m., City Hall |
| June 27, 2011 | – City Council Meeting, 7:00 p.m., City Hall |
| June 28, 2011 | – Planning & Zoning Public Hearing – Medical Marijuana, 6:00 p.m., City Hall |
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| May 26, 2011 | – Benson High School Graduation, 8:00 p.m., Benson High School Football Field. You must obtain a ticket from a graduate in order to attend the ceremony. |
| May 26, 2011 | – Benson City Pool opens. See www.cityofbenson.com for additional information. |
| May 28, 2011 | – San Pedro River Arts Council will have the Council Chambers open to the public from 1:00 p.m.-4:00 p.m. so they may view the art that is on display. The Arts Council will not be opening the chambers during the summer months. |
| May 30, 2011 | – HOLIDAY – City Offices Closed |

NEW BUSINESS:

1. Consent Agenda

- 1a. Minutes of the May 9, 2011 Worksession
- 1b. Minutes of the May 9, 2011 Regular Meeting

- 1c. Updating the Benson/San Pedro Valley Chamber of Commerce membership to the City of Benson Economic Development Subcommittee
- 1d. Appointment of Councilmember Lori McGoffin as Chairman of the City of Benson Economic Development Subcommittee
- 1e. Invoices processed for the period from May 3, 2011 through May 16, 2011

Councilmember Lambert moved to approve the Consent Agenda. Seconded by Councilmember Sacco. Motion passed 7-0.

2. Discussion of San Pedro Golf Course Fees

Finance Director Jim Cox addressed Council stating he wanted to take this opportunity to share how fees are determined for the golf course. Mr. Cox then stated the vast majority of the golf course play comes from outside the City, so we have to be very aggressive with our marketing with a very, very limited budget, adding one of the ways this is done, is for the golf course manager to check on a day-to-day basis, the market and adjust our fees accordingly. Mr. Cox then stated other criteria used to set the fees are the competitors' rates, advance reservations, the condition of our golf course relative to competitors' golf courses and the current and projected weather for our area. Councilmember Sacco asked how we compared to our competitors with Mr. Cox stating courses of lesser quality tend to be a little cheaper, and those that are better tend to be a little higher, adding we have a couple of fairly close competitors that aren't too far away and we watch their prices very closely and try to obviously give a slightly better deal. Mr. Cox then stated we tend to throw things into our offerings, like a sleeve of golf balls, or a special lunch deal, which has become very popular and helps the restaurant as well as golf course. Mayor Fenn then asked about the market and tracking players with Golf Course Director Jay Tomerlin stating he keeps track of the playership and while we will not price ourselves with the Gallery or Dove Mountain Golf Courses, which holds Accenture Match Play, we know where we should be, what the golfer is looking for and offer the best price, adding our local residents always get the best deal and then we target the market the best we can according to how full our tee sheet is and current market conditions. Mayor Fenn thanked Staff for the information and update.

3. Renewal of the Benson Municipal Airport Hangar Lease Agreement (Pad E1) between the City of Benson and Clifford D. Deane

Public Works Director Brad Hamilton addressed Council stating we issued in 2009 an RFP was issued with the only response being from Cliff Deane and at that time, the City Council issued a short-term lease for the construction of the hangar. Mr. Hamilton then stated as part of the short-term lease, the City agreed to issue a long-term lease once the hangar was constructed, which is now complete. Mayor Fenn asked about the lease rate and term with Mr. Hamilton stating he believed the rate was 16.8 cents per sq. ft., adjusted each year by the Consumer Price Index and the initial term of the lease was 20 years with the option to renew for two 20-year periods. Vice Mayor Lodzinski asked if the hangar lease was transferable with Mr. Hamilton stating it the rights were transferable and in 20 years, the lease would come back to Council for the renewal. Vice Mayor Lodzinski moved to approve the Benson Municipal Airport Hangar Lease Agreement (Pad E1) between the City of Benson and Clifford D. Deane. Seconded by Councilmember McGoffin. Motion passed 7-0.

4. Resolution 34-2011 of the Mayor and Council of the City of Benson, Arizona, approving a Schedule for Fees relating to Recreation Services

City Manager Glenn Nichols addressed Council stating in February of this year, City fees were discussed and brought before the Council, but the proposed Recreation fees for the use of the park facilities, the fields and the lighting costs were discussed and were to be effective July 1, 2011. Mr. Nichols then stated those fees have now been included in the Recreation Fee schedule for Council action. Mr. Nichols then reviewed the proposed fees starting with the ramada fee, stating there is a lot of interest in using the ramadas and people inquiring always ask if there is a fee, adding there is work attached to the use of the ramadas, so the proposed fee is a fair amount for its use. Mr. Nichols then reviewed the fee for the tournaments and private use of the ball fields stating any of the leagues that use the fields usually include in their schedule a

tournament at the end of their season, but the proposed fee would be for additional tournaments or private use of fields other than during league play. Mr. Nichols then stated these fees were reviewed against fees in other communities and is a fair cost for the use of the field. Mr. Nichols then reviewed the proposed fee for lighting stating Public Works Director Brad Hamilton did a review of the cost of lighting each field per hour and the proposed fee is 60% of that cost per hour that will be charged to each league beginning July 1. Mayor Fenn asked if the leagues had been notified with Mr. Nichols confirming they had been. Councilmember Sacco moved to approve Resolution 34-2011. Seconded by Councilmember McGoffin. Motion passed 7-0.

5. **Ordinance 555 of the Mayor and Council of the City of Benson, Arizona, approving a request to rezone Assessor's Parcels 124-40-023 and 124-40-024 (All or part of Section 3, 9, 10, 15, 16 in Township 18 South, Range 20 East), from a Zoning District of Residential (R-1 and R-3) to Light Industrial (I-1)**

Mayor Fenn stated Council had heard several comments from public and would now hear from Building Official Luis Garcia and the applicant, Mr. Ernie Graves. Mr. Garcia then addressed Council stating tonight is a proposal to rezone the subject properties from R-1 and R-3 Residential to I-1 Light Industrial, adding the properties are owned by Whetstone Partners, L.L.C. Mr. Garcia then stated the applicant completed a General Development Plan (GDP) amendment in early 2011 successfully changing the designation to Industrial, making the current residential zoning out of compliance. Mr. Garcia then stated if the rezoning is approved, the applicant will still be subject to a conditional use permit for the solar farm in question and at that time, more substantial construction documents would be subject to review by Staff, putting it up against the adopted building safety codes and the development standards the City of Benson has adopted, which would be the next step in the process. Mr. Garcia then stated Staff is here to answer any questions, as is the applicant. Mayor Fenn then addressed those present stating Council appreciates input and the thought those present have put into the request and the Council doesn't regard these types of issues lightly, especially when it's an ordinance and a rezoning request because they recognize it has impact on a lot of people. Mayor Fenn then stated Council still recognizes that not everyone is going to be happy with things the City addresses, such as this, especially when we live in a valley where you have borders and city corporate limits, but they have to act and respond to their constituents and what they think is best for the good of the City. Mayor Fenn then added the Council doesn't do that blindly ignoring the concerns of neighbors and Council appreciates the community everyone feels, they recognize those that live outside the City limits shop in Benson, adding there are tradeoffs with the City of Benson offering amenities not found in the County and vice versa and while we do have to try to get along as has been said, at the same time, everyone needs to recognize that it's probably not going to be a win-win for everyone and everyone is going to walk out, if any decision is made, thinking they got their way. Mayor Fenn then opened the item for Council discussion stating Council may have questions prompted from the call to the public, or their own questions from their own review and research on the subject. Vice Mayor Lodzinski asked about 404 permits, which is a permit from the Core of Engineers required to do anything affecting washes with Mr. Ernie Graves stating they spent about 2.5 years in that process, with the 404 permit being approved in 2006. Mr. Graves then stated with that permit, they recorded a preservation map setting aside not quite several thousand acres, which included all the washes and areas with the trees and vegetation outside of the flood plains. Mr. Graves then stated they also went before the Federal Game & Fish Division, the State Game & Fish Department, the Historical Society, the Core of Engineers and the Environmental Protection Agency (EPA) and were approved in both Washington and Los Angeles, adding the permits were good through 2026. Mr. Graves then stated they had set aside 51 acres that can be touched but was subject to local and State engineering through the Arizona Department of Environmental Quality (ADEQ), so they have looked at all the washes, understand the flood plains, done all the calculations and have 7 or 8 studies on them. Vice Mayor Lodzinski then stated when certain construction is done, they will be subject to further inspections with Mr. Graves confirming they would with the City and with ADEQ. Mr. Graves then stated besides the 51 acres they can use, there is another 142 acres off-site along the San Pedro north of St. David that will remain open space retiring some farm land for mitigation. Vice Mayor Lodzinski then stated when they do construction, the State does not allow them to increase any water flow and often times requires them to decrease the rate of flow. Mr. Graves again confirmed this stating they cannot increase any water flow and the issue will be addressed in the engineering, and as part of the conditional use permit they will be subject to and will be discussed in the next set of public hearings. Mr. Graves then

stated he can say the property is not going to be developed at all one point in time, it will probably come back to the City of Benson in what he thinks is probably 5 different permits, spread out over time, with as many as 10 or more public hearings, adding he is talking to different developers and the projects will be broken down and subject to quite a few other public hearings since they will probably apply for one permit at a time. Vice Mayor Lodzinski then stated the City, County and State will be controlling construction so if there is any water use, it's probably to water down the ground during construction and then asked Mr. Graves if after the construction was complete, there would be any restoration of the grounds. Mr. Graves answered stating they have proposed very low water use both for the solar areas and for the data center and are looking at reseeding after construction, which will be required by the engineering that goes with the construction plans. Vice Mayor Lodzinski then stated he is familiar with solar projects and regarding the lighting concerns, the projects don't require the site to be lit, with Mr. Graves stating as he understands there will be minimal lighting. Mr. Graves then stated the proposed site's east boundary falls off with fairly steep topography, and the natural areas, the washes and quite a few areas along the eastern edge will be natural because of the topography and the fall on the property. Mr. Graves then spoke of the viewsheds, stating from State Route (SR)90, the elevation falls about 400 feet from closest to the roadway and he doesn't think there will be an impact from the property subject to this zoning. Vice Mayor Lodzinski then stated the proposed project may have State incentives, adding Congresswoman Giffords is probably one of the biggest proponents of solar, but was inactive right now, with Mr. Graves stating there are Federal tax breaks or grants that are good through September of next year if you build by 2016 and some tax breaks at the State level that have been enacted. Vice Mayor Lodzinski then asked about placement of the cells since someone had brought up the idea of putting columns in a wash, with Mr. Graves stating anything that has any slope is going to a floodplain or the areas beside it which are already pre-set on the recorded maps and they have no intention of using them in any capacity other than the few crossings, adding the solar project will have minimal road and minimal access. Vice Mayor Lodzinski then confirmed if there is any work to be done with the power lines, it will have to be approved by the Arizona Corporation Commission (ACC), along with the gas peaker, with Mr. Graves confirming there will be submittals to the ACC if it goes beyond a certain megawatt, but he believes the existing transmission lines will serve the property. Mr. Graves then stated as it grows out over time, there will be other submittals to the ACC for their approval, but currently there's transmission lines on the property a mile inset from the east boundary and they're 56 feet in height and he doesn't think they are visible from State Route (SR) 80 since he has to get within almost ¼ mile for them to be visible along the west boundary. Mr. Graves then stated they were looking to take advantage of the existing transmission lines and they already have an El Paso distribution line crossing the property that could be used for a gas peaker to supplement the length of time there could be electricity, adding solar has an 8-10 hour duration and they were trying to supplement the beginning and the evening hours.

Councilmember Maldonado asked about the peaker noise, adding he knows they are required to have an environmental impact statement, with Mr. Graves stating the 404 permit process they submitted in 2004 and completed in 2006 did an environmental assessment on just over 8,000 acres, so they think they have completed all the studies required under an environmental assessment or impact statement, they have been approved at the County, State and Federal level. Councilmember Maldonado then asked about the lighting and noise with Mr. Graves stating the peaker plant they are proposing and restricting would be along the west edge of the property down in the south corner and as it's been explained to him it would probably take a 6-10 acre site, but his is proposing a 40 acre site, so it's well buffered and will be set inside an area that has floodplain to the north, south and east so it's self-contained, adding it is an area that it only impacts their property and would be at least a mile inset from any other private owners property.

Councilmember McGoffin had no questions at that time. Councilmember Lambert then stated Vice Mayor Lodzinski had covered his questions. Councilmember Boncquet had no questions at that time.

Councilmember Sacco then stated during the public hearing, a lot of citizens expressed concerns about the project, particularly about water usage, and asked if an analysis had been made as to how much water will be required to run the operation and then stated if so, he would like a copy. Councilmember Sacco then stated he didn't believe Council had enough data to make a decision on this project. Councilmember Sacco then asked about the anticipated impacts the project will have upon our neighboring communities and what assurances the City has that once the zoning request is approved, about what other type of industries are

going to go in on the property. Mr. Graves then stated they have not done a water analysis, but are only proposing photovoltaic which consumes no water, adding there might be some incidental water use tied to a data center, and while they don't have a data center user yet, they didn't want to go back and go through the process again if they could tie up with the data center developer. Mr. Graves then stated data center developers have come to him tied with a solar component several times and he is trying to answer both component questions in the plan amendment and the rezoning, and again added, the water use is only being proposed for photovoltaic, which consumes no water. Mr. Graves then stated their estimate is that they will use 1/10 of the water that might be proposed under residential, adding they are going to self-restrict it to anyone they sell to and in whatever number of transactions take place, but they are interested only in photovoltaic with its zero use of the water. Mr. Graves then spoke of the impact on their neighbors, stating they tried to pick a site that was isolated which is at the northeast corner, with an approximate 200 feet of fall to SR80 and there's an even larger fall and greater distance as you move south, so to the west site of this subject property, there's about 400 feet of lift to get back to SR90, and the rest of the property is in between our property and the impacts are directly on them. Mr. Graves then stated to the northeast is State land and is very rough with a lot of fall in topography, to the south is also State land and again there is fall and topography, so he thought it was a very safe natural site and if there is going to be an impact, it would be on their remaining property and the viewsheds from both SR80 and SR90, and areas along those ways, because of the lift and the slope and then the flatness of the property that would be used, there will be minimal impact from most of the roadways. Mr. Graves then spoke about Mr. Mattson's property near the northeast corner, stating there's going to be a lot of natural area left, with quite a bit of fall on their property that's rough and those areas will stay natural even if they are not in a floodway or part of the 404 permit, as well as other areas along that east boundary that will also be like that. Mr. Graves then stated they are not into the concept of mass grading and will be into reseeded, adding as he's has been told, they can run cattle on the property, even with the photovoltaic built. Councilmember Sacco then asked about traffic and if the current road was adequate enough to handle it with Mr. Graves stating the traffic will only come from SR90, and they are proposing a 60 foot easement, 6 miles south of I-10, and except for the traffic while they are under construction, there will be minimal traffic at build out. Mr. Graves then stated they will propose another road through their property that will exit back to SR90, but again there would be minimal traffic impact and most of the access will be through their land. Councilmember Sacco then stated when other businesses come in, there would certainly be an impact with Mr. Graves stating it would impact SR90, and they have an existing access point that already ties to SR90, but again, the traffic will be minimal compared to any residential use and there are no exit points planned to the east, south or north, because they want to minimize access to the public and for security purposes. Mr. Graves then stated in their submittals for construction plans, there will be a traffic analysis, access, and it will give a count on the vehicles per day. Councilmember Sacco then asked if the proposed solar project was to provide electricity for only the data center or provide electricity off-site with Mr. Graves stating the main thrust is to propose electric generation for export to Tucson, Phoenix, Nevada or California, adding over time, there might be consumption in the Ft. Huachuca/Sierra Vista area or in the local area, but the concept is to generate clean power and export it. Councilmember Sacco then asked what they intended to do regarding the concerns about health problems from dust and such during construction with Mr. Graves stating the dust issues will be from maintenance roads as they are built, but they propose for water retention to reseed the areas that are disturbed. Councilmember Sacco then asked if the project will affect Ft. Huachuca's electronic testing range with Mr. Graves stating as part of the plan amendment and the zoning request, Ft. Huachuca has been noticed and invited to the different public hearings and the Director of that program, Tom Roxberry is present and has asked in numerous conversations that he be given notice and a submittal of any of the plans or drawings for his review and his comments to minimize any impact this project would have on Ft. Huachuca. Councilmember Sacco asked if Ft. Huachuca had reviewed it yet, with Mr. Graves stating Mr. Roxberry had come to several of the public hearings and made his comments, and Mr. Graves had extended an invitation to make sure notice is given to them at all times, so they can review any of the submittals brought to Council or put in front of the public. Councilmember Sacco asked if they had any concerns with Mr. Graves stating they want to be able to give their comments on plans, drawings or other documents prior to being submitted. Building Official Luis Garcia then addressed Council stating when construction documents are submitted for review, they will be transmitted to the appropriate agencies since part of our review process is to receive comments from the applicable agencies, which will include Ft. Huachuca, and the Arizona Department of Transportation (ADOT) for traffic issues, even after this rezoning process, for any proposed industry or proposed business within the I-1 zoning district. Councilmember Sacco then

asked if that shouldn't have been done before this was presented to Council, with Mr. Garcia stating there are currently no construction documents to review, so the only comment Ft. Huachuca has provided is they would like to be included in the future review of the construction documents when they're prepared. Councilmember Sacco then asked Mr. Garcia if he was implying the Council had no assurance of what would be submitted and what their concerns are with Mr. Garcia stating Ft. Huachuca's comments would be included in Staff's comments back to the applicant and the applicant would have to address them before a construction permit would be issued. Councilmember Sacco then stated he didn't think Council had enough data to make a good decision tonight. Mr. Graves then stated there aren't any drawings yet to be submitted for the proposed equipment and placement, and it's the proposed equipment and placement that are of concern to Ft. Huachuca, adding that is several steps away from where we are at tonight. Mr. Graves then stated the conditional use permit and the public hearings will take place and then specific construction drawings showing the equipment and placement will be submitted. Councilmember Sacco then stated he was going to have to agree with the public and their comments and stated again, the Council did not have enough data. Mayor Fenn then interjected the purpose of the meeting was to ask questions they may have to get more data. Councilmember Sacco then asked again, if Council approved the rezoning request, what assurances they would have that they will get the data and what will that data tell Council with Mr. Graves stating it's impossible to bring Council construction documents this early in the process since there are no construction documents or drawings until they apply for a conditional use permit, which is when they will be submitted for Staff's review. Councilmember Sacco asked if the zoning is approved, what type of industry they were going to bring in besides his projects with Mr. Graves stating they are proposing what they have submitted for and have no intentions of bringing in any other uses and can restrict it to those submitted uses. Councilmember Sacco then stated he was sure Mr. Graves would agree that's quite a bit of property there, and asked if a solar park would sustain that mass amount of property or would he have in mind what other type industry he was going to bring in to make a profit. Mr. Graves stated the solar field they are proposing and the related equipment it takes to drive it and hook it up to the transmission lines, the data center and a gas peaker plant is what they are submitting for and they are not looking for other I-1 uses and would restrict the projects to those uses. Councilmember Sacco then stated again, he still had not heard what Mr. Graves' intentions were for the rest of the property other than the solar park with Mr. Graves stating of the 2,560 acres, they believe 1,600-1,700 acres would be used for the solar park at build out, there is 600 acres of open space they have proposed, the preservation plan acreage and the other washes and floodplains that are part of the preservation plan that will be left in open space, the proposed 40 acre site for the gas peaker project and another 142 acres off-site along the San Pedro north of St. David that will remain open space so he has no other uses being proposed other than what we're asking for in the application. Councilmember Sacco then asked if the property would just remain vacant with Mr. Graves stating it would until it's consumed for the solar field which would probably use 90% of the portion of the property that would be used. Councilmember Sacco then stated he would forgo the rest of his questions, but stated he was very concerned about the project and the rezoning request to Industrial from a residential property now, adding Council is considering rezoning it when they had no idea what industry is going to come in. Councilmember Sacco then stated he could see that the solar project would be good for the City of Benson, but once it is built, they're going to walk away and what happens then, adding Whetstone Partners has a rezoning that gives them an opportunity to sell some of that property and he's not saying that is what will happen, but the property would be more marketable than it is right now. Mr. Graves then stated they own the 6,500 acres along the west boundary and this property's use and how it's used over a period of time will have a direct impact on their remaining property and they have a need to preserve its value and protect it, since they are probably the most impacted property owner and they tried to pick a site that would work for the solar fields and have little or no impact on everything around it. Mr. Graves then stated they think the solar project will consume 1,600-1,700 acres, but it would be over a 5-6 year timeframe and it would come back to Planning & Zoning and the City Council probably in 5 different submittals, so the City would have some control over how the property is used. Mr. Graves then stated when they transfer any property, it will be restricted against water use, with their application being set up for the photovoltaic process that uses no water and the property would be restricted against private use, along with other restrictions the Council might place on it. Councilmember Sacco then stated he understood that, but asked what guarantee the City would have that it would happen, with Mr. Graves stating he didn't think there would be any use that would be allowed unless they went back through the public hearing process for the conditional use permit, then the submittal and approval of any construction plans, so they wouldn't be able to move ahead with the use of the property or build unless they completed

that process to obtain construction permits, adding the conditional use permit and the approval of the construction plans all give the City a fairly strong element of control in the process.

Vice Mayor Lodzinski asked about the conditional use permit with Mr. Garcia stating the application for a conditional use permit is submitted to Staff and reviewed and acted on by the Planning & Zoning Commission. Vice Mayor Lodzinski then asked Mr. Graves how much other land did they own, with Mr. Graves stating on the east side of SR90, they would be left with a little over 7,000 acres and on the west side of SR90, they own approximately 4,000 acres. Vice Mayor Lodzinski then stated Mr. Graves and Whetstone Partners aren't going to do anything or put anything on the subject property that is going to cost them money in future developments, with Mr. Graves agreeing stating they will take the first hit on any kind of misuse and therefore, buffering and restricting is a very high priority for them. Vice Mayor Lodzinski then stated they have a financial stake in not putting something in that's going to be offensive, with Mr. Graves stating not only do they have a financial stake, but quite a bit of land planning and engineering have been done to understand the property with approximately 5 years invested in the planning process and submittals before they could come back and request what they are proposing. .

Councilmember McGoffin then asked if the solar project was approved, how many and what type of jobs it would bring Benson with Mr. Graves stating the construction will be extensive and will be spread out over at least a 5 year timeframe, but he doesn't have the numbers on it or how labor intensive it is, and with the type of technology that changes and could be different 12 months from now or beyond is difficult to project but has heard numbers upwards of 300+ people to install. Mr. Graves then stated the data center is capital intensive and would probably be in the same range for people to build and should be approximately 90 people long-term if it's established., adding they don't have a user today, but they would like to add it to the list so they can take advantage of the solar use. Mr. Graves then stated they thought this project would enhance economic development to the City long-term.

Councilmember Sacco stated he did not believe Council had enough data to make a decision and therefore wanted to make a motion. Mayor Fenn interjected stating he had several questions and the exact purpose of what they were doing was to get the data. Mayor Fenn then stated both Mr. Garcia and he were at the CWA meeting and he would like to clear up the situation with "misinformation," stating if that was the reporters word, it was her prerogative to use it, but hopefully, since the last public review, they have cleared up some information, since there was information that was misinterpreted, adding he did not think it was intentional, and when he hears the word "misinformation," he didn't think of it as anything devious, but just incorrect, adding again, he hoped it has been cleared up with the comments that night. Mayor Fenn then stated we should all recognize that the beauty of municipal government is that there are different stages of approval and we have trust in our various boards that they do their job properly and there are other decisions that reach Council level. Mayor Fenn then stated as elected officials, they take time and study the matters and this isn't the first time the Council is hearing this information, adding he got the sensation sometimes that some of the public thought the Council was hearing all of this for the first time, which is not true. Mayor Fenn then stated they have been well aware of this situation and have been following it, have asked for information from Staff, been given several documents and everything that we're hearing tonight is not the first time they heard it. Mayor Fenn then stated there are different decisions that are made at different levels of City government and it's true that some do provide more public input than others, adding those present that had gone to the Planning & Zoning meetings and the citizen review session had an opportunity to speak, as well as an opportunity to speak tonight and from the sound of it, they can see that there are going to be several other opportunities that will come up in this process, should it go forward, particularly with the solar application and the data center and the City will have the scrutiny of everyone. Mayor Fenn then stated what they were addressing currently is the rezoning request and then stated his main question for Mr. Graves was that he could have had the opportunity to take the property they own and just apply for a conditional use permit, without it ever coming to this meeting, so what was his reasoning for exposing himself more and possibly setting up himself up for possible opposition or resistance by going through the rezoning process. Mr. Graves then confirmed that was correct, but as Whetstone Partners and Whetstone Development Company, they try to take a long-term perspective on the land, the size of the project and do not try to take shortcuts on any issue. Mr. Graves then stated for the water issues, they went to the Arizona Department of Water Resources when they first had the study approved and have now done the second study and they still continue with computer

modeling. Mr. Graves then stated they have also taken the long-term approach on the development regulations, adding Benson's regulations were not as advanced as Pima and Maricopa Counties and they went to those standards. Mr. Graves then stated with the proposed solar project, they were looking at the same type of question, whether to apply for a conditional use permit or for the General Development Plan amendment, the rezoning and then the conditional use permit and saw this as a chance to air out the issues. Mr. Graves then stated he appreciated the people that have spoken tonight and at other meetings, even though they may not agree. Mr. Graves then spoke about the "misinformation" issue, stating it might have come from him at the last Planning & Zoning Commission meeting, stating he wasn't speaking about the meeting specifically, but at the public hearing and what drives a lot of questions or negative positions seem to be a lack of information and/or misinformation and so he takes some of the blame for that statement as he may have been overheard as a commented leaving that last meeting. Mr. Graves then stated they have gone through the more rigorous approach so they have more standing in front of the public and in front of the different government jurisdictions and that if the rules aren't in place today, they will be at some point, so they want to have proposed and used standards that meet the rules and regulations that are still coming either into the State or into this area. Mr. Graves then stated they keep a long-term perspective, so it made sense to take the longer, harder, more time consuming approach and that's what they have done.

Mayor Fenn then stated Mr. Graves had used the phrase "self-restrict," and asked if it was their intention, since they do have a potential sale, that there will be restrictions that will follow the deed of the property with Mr. Graves confirming anything he had stated in the public hearings are things that are on their list before they made any application or held any conversations with the City on how they are going to handle those questions to any buyer or buyers. Mr. Graves then stated they have great interest in the property being protected and protecting the Kartchner Corridor Plan that was approved in 1994 and its goals on viewsheds and impacts to property owners. Mayor Fenn then asked if they had continued on with their original proposal for the property, which was primarily residential development, wouldn't there have been more disturbance with the exact same piece of property with Mr. Graves stating that is true. Mr. Graves then stated Sulphur Springs Valley Electric Cooperative (SSVEC) came to them to put in a transmission line, which was part of SSVEC's long-term goal to build redundancy in their systems. Mr. Graves then stated when the housing market went soft for residential consumption, they looked to take advantage of the transmission lines and this proposal seemed to make sense and could be restricted to protect surrounding property values, including the property they own. Mr. Graves then stated they have had numerous inquiries from out of country and both out of state and in state and it is in state developers they are talking to now.

Mayor Fenn then asked Mr. Graves about the water use had the property been developed as his original residential project with Mr. Graves stating the water use for the residential would have been much higher and with water use being their first concern, they are restricting the solar proposal to photovoltaic technology, adding there are numerous technologies, but photovoltaic is the only one they are considering and they will place those restrictions on anyone that uses property they own or is subject to the zoning. Mayor Fenn then stated there had been a question regarding financing and obviously the development of this property would be entirely developer financed and there's certainly no City financing involved, adding he knows the Council has never been approached and he doesn't think Council would entertain any such requests. Mayor Fenn then stated there are different levels of government offerings, such as Federal government grants and things and private investment. Mr. Graves confirmed this stating it's the Federal and State incentives that help drive solar and alternative energy. Mr. Graves then stated in the development agreement they have with the City of Benson, approved in 1994, calls for any and all costs to be borne by them and they have no intention of changing it, so he doesn't see the City being involved with any cost or financing for this or other parts of the property. Mayor Fenn then stated in the public hearing it was brought up that should the project go south and solar just isn't viable for whatever reason, but the zoning is in place, what is the mechanism or condition for Council to address a conditional zoning approval with the idea of the proposed solar project moving forward with Mr. Garcia stating there is a time element would be a condition Council could place upon the rezoning as a condition of the approval, which could be based on construction and if it's not started under a certain duration, the zoning could revert back. Mr. Graves then stated he would look to that as being a negative in some ways because a lot of these time constraints apply to several acres, 10 – 20 acres, 80 acres, and he knows now that if someone jumped on the property and started to build, it would take 5 years and beyond to build out the property, adding it's not the normal size project that some of the regulations were intended for, so he would hate to restrict it. Mayor Fenn then

stated the impression he had was Whetstone Partners had the land and the original use was to develop it primarily for residential and commercial and when that didn't work out, they looked for other opportunities for the property, since as a landowner, you don't want land to sit dormant while all you do is pay taxes on it, so they found a proposed use and the solar project drove the application process to rezone the property. Mr. Graves confirmed this stating the transmission lines made it more feasible and solar is attractive to some consumers, one of them being data centers. Mr. Graves then stated in their eyes, the residential market is transitional and will be up in 1 or 2 years, but it's not changing their plans or objectives with the rest of the property, they are just trying to use what they have, which is a distribution gas line and electric transmission lines. Mr. Graves then added the low to no environmental impacts put this property out in front of a lot of properties in southern Arizona or in the State, especially with them having completed the environmental impact work. Mr. Graves then stated they were also trying to create some economic development that would help the region and them, but would still be of low impact to everyone.

Councilmember Lambert then stated he was at the May 3 Planning & Zoning meeting and Mr. Graves had answered most of his questions then. Councilmember Lambert then stated the issue before Council did not approve any development, but only changed the zoning. Councilmember Lambert then stated he was glad Councilmember McGoffin brought up jobs, because one of his main concerns was jobs, not just during construction, but after construction. Councilmember Lambert then stated the concerns brought up such as lighting, will be taken care of during the development stage, adding the lights would have to be approved by the City and most all lights have to be downward facing, be a certain wattage and meet certain criteria, so that issue and others such as the dust control goes through the development stage he is very confident in Mr. Hamilton and Mr. Garcia's ability to make sure all of these things are done before it ever gets to the point to allow any construction.

Mayor Fenn asked if there were any other comments. After no further comments, Councilmember Lambert asked Councilmember Sacco if he wanted to continue his earlier mention motion with Councilmember Sacco stating he did not. Councilmember McGoffin then moved to approve Ordinance 555. Seconded by Councilmember Lambert. Motion passed 6-1 with Councilmember Sacco voting nay. Mayor Fenn thanked everyone for their participation.

DEPARTMENT REPORTS: None

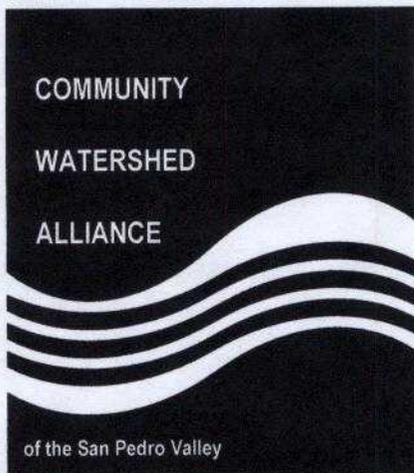
ADJOURNMENT:

Councilmember McGoffin moved to adjourn at 9:11 p.m. Seconded by Vice Mayor Lodzinski. Motion passed 7-0.

Mark M. Fenn, Mayor

ATTEST:

Vicki L. Vivian, CMC, City Clerk



COMMUNITY WATERSHED ALLIANCE

DATE: May 23, 2011

TO: Mayor Fenn and Council Members

RE: Public Hearing on Light Industry Zoning

Mayor Fenn, and Council Members,

I am a Board Member of the Community Watershed Alliance and have been asked to read the following on behalf of the Board.

CWA appreciates the opportunity to speak at this Public Hearing. The significance of this hearing is great:

1. The rezoning process is the only time that you as a Council have the opportunity to hear and discuss public concerns regarding this project, and
2. You have the opportunity to request the time that is necessary to fully understand the scope of the watershed implications generated from the variety of solar technologies, associated water demands, and land use issues that are possible with this project

CWA is respectfully requesting that Council Members consider all avenues to support a culture of water conservation and responsible land management from your position of awareness and knowledge as elected officials.

Please consider and use any mechanisms available that will capture IN WRITING what the property owner is proposing, so that the project will adhere to the following conditions:

- a) use photovoltaic technology with less than 2% of the water used by other technologies
- b) use the most current industrial standard (hybrid, dry cooling, etc.) minimizing water use for the data center
- c) support minimal ground-cover disturbance to maintain air quality and
- d) to manage excess runoff caused by the project to avoid erosion and impacts to adjacent properties
- e) provide deed restrictions to go with the property so that developers must comply with above

3111 CLARK ROAD
BENSON, ARIZONA 85602

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FAX : (520) 575-1020

COMMUNITY WATERSHED ALLIANCE

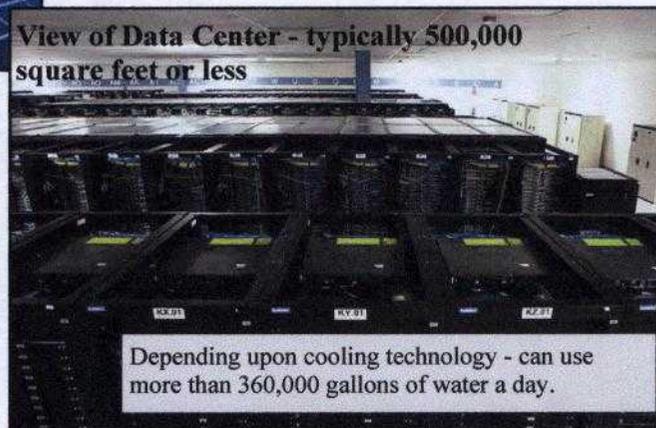
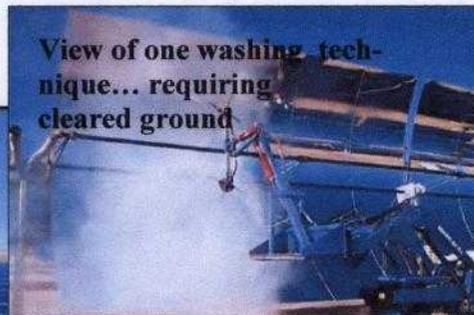
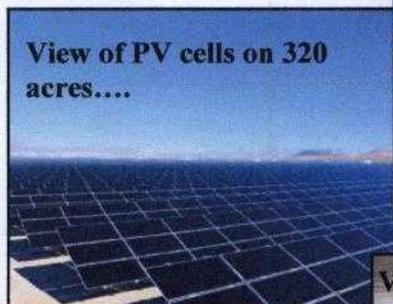
- f) revert zoning back to residential if solar farm is not built in timely manner so that future projects can possibly be brought back to Council level for review

Mayor Fenn and Council Members, CWA is not oppositional. CWA is supporting public awareness, collaboration, and greater education. CWA is supporting the use of the highest industrial standards that minimize groundwater use and land disturbance to maintain the healthy functioning of our watershed. It is a healthy watershed that provides for human needs for the long-term.

Respectfully submitted,

Kali Holtschlag, Treasurer, for the Board
Community Watershed Alliance
Benson Subwatershed
Mary McCool, Executive Director
3111 Clark Road
Benson, Az. 85602

Collection of Solar Farm Technical Reports and Publications at:
cwatershedalliance.com



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Dear Benson City Council:

May 24, 2011

We live less than a mile from the proposed building site of the solar/data plant which would be built on, or near, the border of St. David and Benson. We have been told our property is within the planning zone, which we understand is significant. While we are not against building solar/data plants, or against economic growth, we have serious concerns about the proposed location of the plant. We believe the potential impact of this project, should be looked at closely, especially for residents of St. David, who would be the most affected.

One major question is the possible impact on our water supply. Depending on design, such a plant could potentially use millions of gallons of water each year, and might have grave impact on neighboring wells. If the water table is negatively impacted by plant water use, could the amount of water which reaches the San Pedro River be reduced? How might water reductions affect the San Pedro River Riparian National Conservation area? How will these issues be adequately addressed, and should they not be addressed before a vote on rezoning?

The following comments and questions arise from a presentation of Valerie Rauluk, Solar Expert from Venture Catalyst, Inc., and from our own experience living on similar type land as the proposed site. (Ms. Rauluk's presentation took place on May 17, 2011, at City Hall)

Please refer to the National Geographic topographical map you have been given which shows information about elevation, ridges, washes, and ravines in the proposed building site. Also, please note the "distance scale" on the map which highlights the close proximity of St. David homeowners to the proposed building site.

During Ms. Rauluk's presentation, she spoke of several factors which make conditions right for a solar plant. Most of these conditions raise questions about the feasibility of building a solar plant/data center in the proposed location. Please consider the following points from Ms. Rauluk's presentation, and our resulting/questions comments:

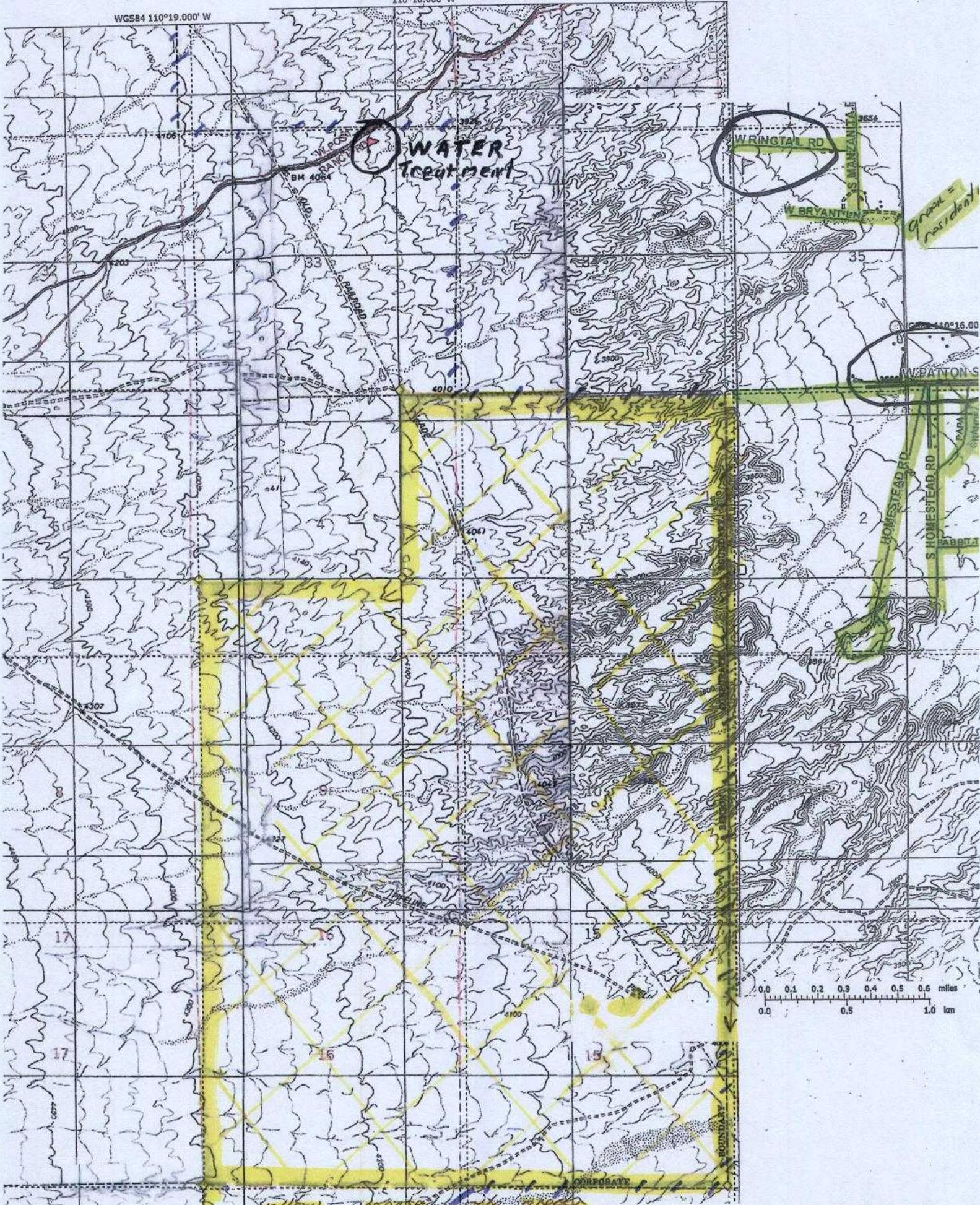
1. IT IS ADVISABLE TO BUILD IN A FLAT AREA, WHICH IS NOT IN A FLOOD PLAIN, OR WASH AREA. The proposed site carries major drainage water through washes. These washes are carved through sandy, alluvial soil, as water travels downhill from the Whetstone Mountains, and through residential neighborhoods, on the way to the San Pedro River. The topographical map shows that much of the proposed building site has major ridges/ravines/washes within the boundary. While there is some less steep terrain, the entire area is less than flat, and drains downhill toward property owners in St. David. Grading this land will undoubtedly be necessary for this type of project. When grading occurs, the flow of numerous washes will be altered, causing concern about erosion of the land, and run-off to neighboring properties toward the town of St. David. Are there not building regulations which forbid the covering up of washes, or altering their

course? Prudent land grading, and the clearing of vegetation in that fragile area would be difficult, if not impossible. A solar plant, which is built in washes, might require the need for pillars in concrete to support structures. Such measures could be costly, and be potentially ineffective due to the nature of alluvial soil, which is by nature, continually shifting. We live in this same area of alluvial soil and washes. We, and our neighbors, have spent thousands of dollars in public grant money to mitigate erosion issues, to stabilize our land, and to promote the proper flow of water from the Whetstone Mountains to the San Pedro River. Would a huge business venture, covering vast acres, be able to take such careful measures?

2. IT IS ADVISABLE TO KEEP A SOLAR PLANT AWAY FROM PEOPLE'S VIEWS. Has anyone looked at the impact of what up to 50' panels, over 1600 acres, would do to neighbor's views, and the view for miles around?
3. IT IS ADVISABLE TO USE LOW COST DEGRADED LANDS COSTING LESS THAN \$7,000/ACRE. If the land is purchased for a plant at that cost, and a massive solar/data plant is built within a mile of us, what will this do homeowner's property values?
4. IT IS ADVISABLE TO HAVE INFRASTRUCTURE NEAR SOLAR PLANTS SUCH AS ELECTRICITY, AND PAVED ROADS. It seems as if it would be less costly, and less of an impaction, to locate a solar plant/data plant closer to Interstate 90 rather than the area adjacent to St. David, which does not currently have much infrastructure. We moved to St. David to live in a rural setting without a lot of infrastructure.

We strongly believe that an issue of this magnitude should be more carefully considered. Therefore, we respectfully submit that a decision to rezone to "light industrial" be postponed until more extensive and specific knowledge can be obtained. Before voting to rezone this land for any type of use, we urge you to consider placing conditions on rezoning, to include safeguards which will protect our community.

Respectfully Submitted by Jeanne and Doug Koeppel, 2585 W. Ringtail Road, St. David, AZ, 85630



Gravel = residential

yellow = drainage area

Shryl Miles
2705 W. Ringtail Rd.
St. David, AZ 85630
smiles@powerc.net
586-0884

May 23, 2011

To: Benson City Council

Subject: Rezoning of approximately 2800 acres from Residential to Light Industry

My name is Shryl Miles and I live in the Benson Planning Zone. The property in question is just south and west of our property. The rezoning of this acreage for the purpose of building a solar panel field of this size would have major unintended consequences for the property owners in the vicinity of the acreage, as well as all of the property owners on the other side of the San Pedro river. These unintentional consequences will only become apparent once development begins.

I understand one of the main reasons Mr. Graves wants to rezone this property is to build (or have someone else build) a very large solar panel field on 1600 acres. As some of you may remember, I drafted the updated Benson Outdoor Lighting code approved by the City Council in 2005 and have a vested interest in what happens to our night sky. What I would like to know is, did the council or planning and zoning commission get any kind of data on what the night time security lighting would entail for this size project?

Even if the developers follow the guidelines set forth in the 2005 updated Benson lighting code, security for a project of this magnitude will create a tremendous amount of night glow in an area that is now an almost pristine dark sky area. This is one of those unintended consequences I was referring to. We only have to look at what happened with Gas City to realize that light glow, in any highly developed area can be extremely detrimental to our dark skies.

As important as that issue is to the property owners and visitors of this area, perhaps a more important issue is what grading of that many acres, stripping the land down to mere dirt will have on this valley.

The prevailing winds in our area are primarily southwestern in nature. That means that any homeowner who lives northeast of this project, as we do, will suffer constantly from uncontrollable and unending dust problems. For those of us who suffer from allergies or other breathing problems that is a huge issue.

Increased dust related health problems of local residents brought about by grading this large track of land, stripping the ground down to bare dirt, includes the possibility of an increase in cases of Valley Fever and other types of serious respiratory problems. **Health problems of residents should be carefully considered by this council before approval of this change in zoning.**

It's my understanding that Mr. Graves does not at this time have any developers with specific commitments to any project in this proposal. It's conceivable that none of these projects will come to fruition. Wouldn't it be wiser to wait and rezone **only** those acres that have specific developer backing before unilaterally rezoning 2800 acres without any kind of guarantee of the type of industry to be built on those acres?

Please note that I am not saying that Mr. Graves' property should not be rezoned. What I am saying is that it should **only be rezoned** when specific commitments have been made by developers to a given project so the city council can make a responsible informed decision on each individual project.

I'm sure Mr. Graves, in his bid to have this rezoning take place, has dangled before this council the prospect of huge monetary returns for the City of Benson. I urge you to look at some of the other projects brought before you that have promised huge financial gains only to have ended up costing the City in one way or another.

I urge you not to approve the rezoning of this property to Light Industry at this time.

Shryl Miles

Susan Moran
2750 W. Ringtail Road
St. David, AZ 85630

May 23, 2011

To: Benson City Council

Subject: Rezoning of 1600 acres from Residential to Light Industry

I am a resident of Cochise County living within the Benson Planning Zone (I understand that this zone has direct implications for the City of Benson). My residence is within a mile NE and down hill from the property being considered for rezoning.

Currently the property owner is planning to sell the rezoned land to someone who will possibly build a large solar farm and data center.

This proposal can have benefits for the area and possibly immense negative affects. I ask that the council table the decision in order to further study and consider all of the implications. This rezoning process is the only time that the Council will have the opportunity to hear and discuss public concerns.

I request that the council have deed restrictions in place on the property, which would:

1. Prevent Dust from negatively affecting the surrounding residents. Clearing 1600 acres will cause large dust problems and exacerbate an already eroding soil.
2. Specific measures need to be taken which prevent storm water flooding on residents down hill from the farm.
3. The type of solar farm allowed should be one, which uses little water. There are solar designs, ie. Solar thermal, which use large amounts of water.
4. The visual impact of the farm must be considered. The profile of the collectors can be close to the ground resulting in low visibility. This could be a very large eye sore and a detriment to the natural beauty, which this valley enjoys.

May 23, 2011 Benson City Council re-zoning part of Whetstone Ranch

Good evening Council Members. My name is Anna Lands. I reside at 6520 Cascabel Road which is about 30 miles out of Benson. Until 2007, I had lived in Benson since 1993 and still own property here. My reasons for my presence here are two. First, a good friend has asked that I look into this re-zoning as her ranch, her livelihood, is necessarily affected by any development of Whetstone Ranch along their common property boundary. Second, and more broadly, as a property owner and former resident, this is still my town. I care about its economic welfare and all its related conditions. It is important to me that Benson and its surrounding communities be healthy, wealthy, and wise.

I understand that the City of Benson and many individuals have invested heavily of their time and efforts toward our economic health. Second to spiritual health, economic health is of primary importance.

Mr. Graves, applicant for this re-zoning, is considering replacing residential areas with light industry. By way of definition, heavy industry is involved in manufacturing the lamp parts, light industry is involved in lamp assembly.

My understanding, confirmed by Mr. Graves, is that he holds responsibility for water usage. Further, he is choosing which types of light industries would purchase land from his company. He has investigated solar technologies and selected non-or very low – water use technologies. As a business person, he will look for the highest bidder. As a responsible member of this community, he will look for the highest good.

His company, as any, must abide by governmental regulations. I have his word that he will go above and beyond those requisites. What the City of Benson must do, to protect its integrity and economic welfare, is to confirm that the regulators are doing their jobs. The Upper Big Branch Mine, the Yokoshima Nuclear Plant, the BP oil incident, all confirm that regulators, people themselves, do not always serve the greater good. The people of the Benson area need the City of Benson to pay attention.

I do have some concerns, as I hope you do as well. I am concerned with the **noise** which would be emanating from a computer data service center.

My understanding is that this building or buildings would encompass 23 acres. I have queries at Wikipedia and at Audiosparx to discover the **external noise emanations** of the data center. When I receive the information, I can forward it. Other concerns are **electronic emanations, unintended light intrusions** upon down-hill residents; **ground instabilities, water run-off and erosion control.**

I am intrigued with the possibilities of water harvesting. Between the proposed acres of solar panels and 123 acres of roofed structures plus parking areas and roads, the possibilities are magnificent. Not just retention ponds, but large containers could provide long-term water sources for the Whetstone properties and possibly for those residents down-hill to the east.

If any of you feel that you do not have a solid understanding of the issues at hand, you have an option of making a motion to table the item until your next meeting. During the interim, you could do your own research or ask for reliable, thorough, research assistance. Considering your investments to date, wouldn't it be wise to pause, take stock, and confirm that this requested re-zoning is to everyone's benefit?

It serves us all to work together for the benefit of all ~ at the expense of no one. It takes more time, more persistence, more patience, and more kindness ~ just what it takes to build a healthy, wealthy, and wise community.